



Banco Comercial Português, S.A.

# **Regulations of the Operational Resilience Commission of Banco Comercial Português, S.A.**

## Regulations of the Operational Resilience Commission of Banco Comercial Português, S.A.

### Powers

- Definition of guidelines and approval of the security management policies of IT systems, management and quality of data, management of physical security, management of the business continuity and protection of personal data;
- Periodic review of the most relevant emerging threats and trends in terms of information security and information technologies, with a particular focus on cybersecurity, promoting when recommended, the evaluation of new controls and protection solutions;
- Analysing periodic reports on information systems security incidents, data management and quality, physical security, identifying, if appropriate, remediation and improvement measures;
- Monitoring the metrics used to evaluate the performance of information security systems, physical security and data protection and quality;
- Monitoring the implementation of initiatives/projects in the areas of information security and information systems, data management and quality, physical security and business continuity (global and local scopes);
- Reviewing the results of security and business continuity assessments, including internal and external audits and monitoring improvement processes and completing associated recommendations;
- Approving the annual plans for the exercises regarding security evaluation tests, DRP and business continuity (BCP); Quantitative and qualitative evaluation of the results of these exercises and supervision of eventual associated improvement initiatives;
- Liaising with subsidiaries on physical security, information security, business continuity and data protection and quality issues and policies.

### Frequency

Every two months

## Members with voting right

- Directors: CRO, CRetO and COO
- Coordination Managers: COFF (secretary), ROFF, DIT, DMAR, DSI, COM, DCM, GPDP, CDO, ActivoBank and DSF

Any other executive director may take part in the meeting and shall have the right to vote.

In their absence, the Coordinating Managers of the aforementioned Divisions may propose to the directors who are part of the Commission a representative to replace them in the event of their absence, who, if accepted and belonging to the Top Management, will have the right to vote.

## Non-voting guests

- DAU

Employees of the Group who are relevant to the topics under discussion may be invited to attend occasionally.

These employees will only take part in the meeting during the items that have justify the invitation.

## Members

## Quorum for resolutions

4 members with voting rights, 2 of whom are executive directors.

## Delegation of Powers

- The Operational Resilience Commission shall bind the Bank, including in relation to third parties, provided that its resolutions fall within the scope of the powers defined in these Regulations.
- Always in compliance with the internal regulations that apply to this Commission and its Divisions, the powers of the Executive Committee (EC) necessary for the performance of its duties and the inherent competences that the Board of Directors has not reserved for itself or for the other Commissions are delegated to it.
- Should any of the executive directors in attendance at the Commission decide that the matter should be submitted to the EC for deliberation, the delegation provided for in the preceding paragraphs shall lapse.

## Resolutions

- Only the executive directors in attendance and the members of the Commission may vote.
- The Commission's decisions are taken by simple majority.
- Any of the executive directors in attendance may suspend the appraisal of an item under discussion and submit it for decision by the EC.
- Unanimous Written Resolutions may be adopted, provided that all members agree: executive directors and other members with voting rights.

## Call for meetings

The secretary provides support for the meetings, ensures that the notice of the meeting is sent to the members in good time, and at the same time to the executive directors who are not members of the Commission, together with the respective agenda and supporting documents.

Minutes of  
meetings

- The secretary draws up the minutes of the meetings in such a way that all participants can be properly identified, that the matters analysed can be understood and that the decisions taken are meaningful and well-founded.
- Once approved, the minutes will be submitted to the next EC meeting for information.
- In the absence of the secretary, the directors in attendance shall appoint one from among the members with voting rights.

**Approval date:** September 17<sup>th</sup>, 2024

**Approving Body:** Executive Committee

**Main changes compared to previous content:** general revision of the document